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PROFESSIONAL
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 029956 7113230

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 122.50

ORDER DATE : July 24, 1996

ORDER TIME : 10:39 AM

ORDER NO. : 029956

CUSTOMER NO: 7113230

CUSTOMER: Thomas A. Hasis, Esq
THOMAS A. HASIS, P.A.

400001903284

Suite 110
4081 North Federal Highway
Pompano Beach, FL 33064

DOMESTIC FILING

NAME: ZIRBERT INVESTMENT CORP.

EFFECTIVE DATE
7-23-96

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

DMC

7-24-96

FILED
96 JUL 24 PM 12:20
SEC. OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ZIRBERT INVESTMENT CORP.**

FILED
96 JUL 24 PM 12:20
SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of the corporation is **ZIRBERT INVESTMENT CORP.**

EFFECTIVE DATE
7-23-96

ARTICLE II - PRINCIPAL OFFICE/MAILING ADDRESS

The principal office of the corporation is Suite 510, 600 West Hillsboro Blvd., Deerfield Beach, Florida 33441. The mailing address of the corporation is Suite 510, 600 West Hillsboro Blvd., Deerfield Beach, Florida 33441.

ARTICLE III- CAPITAL STOCK

The number of shares the corporation is authorized to issue is One Hundred Thousand (100,000) shares having no par value for each share.

ARTICLE IV - PREEMPTIVE RIGHTS

No preemptive rights shall be granted to shareholders.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Suite 110, 4081 North Federal Highway, Pompano Beach, Florida 33064 and the name of the initial registered agent of this corporation at that address is Thomas A. Hasis.

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator is: Thomas A. Hasis, Suite 110, 4081 N. Federal Hwy., Pompano Beach, Florida 33064

ARTICLE VII - INITIAL BOARD OF DIRECTOR

The name and address of the initial director is: Thomas A. Hasis, Suite 110, 4081 N. Federal Hwy., Pompano Beach, Florida 33064

ARTICLE VIII - PURPOSE

This corporation is organized for the following purposes:

(a) To engage in the business of investing in real and personal property;

(b) To acquire by purchase, lease, exchange, or otherwise lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected on any lands owned, held or occupied by the corporation, buildings or other structures, public or private, with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held, or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation; to buy, sell, mortgage, exchange, lease, hold for investment, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein;

(c) To acquire, by purchase, lease, manufacture, exchange, or otherwise any personal property deemed necessary or useful in the conduct of the business of the corporation, and to lease, rent, encumber, sell or otherwise dispose of any personal property at any time owned or held by the corporation;

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate indebtedness;

(e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote

such stock;

(f) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, partnership, association or corporation, and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same, including purchased of its own shares;

(g) To engage in the transaction of any and all business and to do and perform any and all of such other acts and things as may be permitted of a corporation for profit under the laws of the United States of America and of the State of Florida relative to corporations for profit, as now existing, or as the law may henceforth provide.

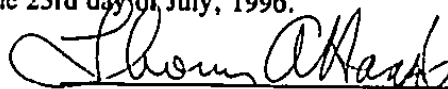
ARTICLE IX - EFFECTIVE DATE

The effective date of these Articles of Incorporation is July 23, 1996.

ARTICLE X - AMENDMENT

This power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Shareholders by a majority vote.

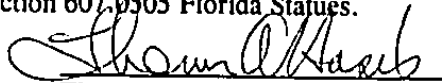
IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this the 23rd day of July, 1996.



Thomas A. Hasis
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent for **ZIRBERT INVESTMENT CORP.**, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505 Florida Statutes.



Thomas A. Hasis
Registered Agent